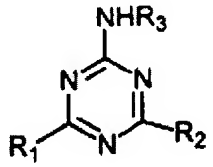
Amendments to the Claims:

This listing of claims will replace all prior versions, and listings of claims in the application.

Listing of Claims:

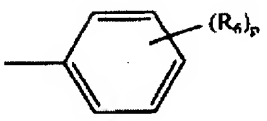
1. (Currently amended) A method of modulating an Edg-2 receptor mediated biological activity comprising contacting a cell expressing the Edg-2 receptor with an amount of an modulator of the Edg-2 receptor sufficient to modulate the Edg-2 receptor mediated biological activity wherein the modulator is a compound of the ~~structural formula (I)~~ Formula (I):



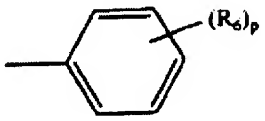
(I)

or a pharmaceutically ~~available~~ acceptable solvate or hydrate thereof, wherein~~;~~

each ~~of~~ R_1 and R_2 is a member independently selected from group consisting of -H, -halo, $-NO_2$, -CN, $-C(R_5)_3$, $-(CH_2)_mOH$, $-N(R_5)(R_5)$, $-O(CH_2)_mRs$, $-C(O)R_5$, $-C(O)NR_5R_5$, $-C(O)NH(CH_2)_m(R_5)$, $-OCF_3$, -benzyl, $-CO_2CH(R_5)(R_5)$, $-(C_1-C_{10})$alkyl, $-(C_2-C_{10})$alkenyl, $-(C_2-C_{10})$alkynyl, $-(C_3-C_{10})$cycloalkyl, $-(C_8-C_{14})$bicycloalkyl, $-(C_5-C_{10})$cycloalkenyl, $-(C_5)$heteroaryl, $-(C_6)$heteroaryl, $-(C_5-C_{10})$heteroaryl, -naphthyl, $-(C_3-C_{10})$heterocycle, -OC(O)aryl, $-CO_2(CH_2)_mR_5$, -N(OH)aryl, $-NHC(O)R_5$, $-NHC(O)OR_5$, $-NHC(O)NHR_5$, -heterocylcoalkyl, $-(C_1-C_{10})$alkylNHC(O)$(CH_2)_mR_5$, $-(C_1-C_{10})$alkylNR_5R_5, $-OC(O)(CH_2)_mCHR_5R_5$, $-CO_2(CH_2)_mCHR_5R_5$, $-OC(O)OR_5$, $-SR_5$, $-S(O)R_5$, $-S(O)_2R_5$, $-S(O)_2NHR_5$, ~~or~~ and



R_3 is a member selected from the group consisting of $-H$, $-C(R_5)_3$, $-(CH_2)_mOH$, $-C(O)R_5$, $-C(O)NR_5R_5$, $-C(O)NH(CH_2)_m(R_5)$, -benzyl, $-CO_2CH(R_5)(R_5)$, $-(C_1\text{-}C_{10})$alkyl, $-(C_2\text{-}C_{10})$alkenyl, $-(C_2\text{-}C_{10})$alkynyl, $-(C_3\text{-}C_{10})$cycloalkyl, $-(C_8\text{-}C_{14})$bicycloalkyl, $-(C_5\text{-}C_{10})$cycloalkenyl, $-(C_5)$heteroaryl, $-(C_6)$heteroaryl, $-(C_5\text{-}C_{10})$heteroaryl, -naphthyl, $-(C_3\text{-}C_{10})$heterocycle, $-CO_2(CH_2)_mR_5$, -N(OH)aryl, $-NHC(O)R_5$, $-NHC(O)OR_5$, $-NHC(O)NHR_5$, -N=C(aryl), -heterocylcoalkyl, $-(C_1\text{-}C_{10})$alkylNHC(O)$(CH_2)_mR_5$, $-(C_1\text{-}C_{10})$alkylNR$_5$R$_5$, $-OC(O)(CH_2)_mCHR_5R_5$, $-CO_2(CH_2)_mCHR_5R_5$, $-OC(O)OR_5$, $-SR_5$, $-S(O)R_5$, $-S(O)_2R_5$, $-S(O)_2NHR_5$, ~~or~~ and



wherein;

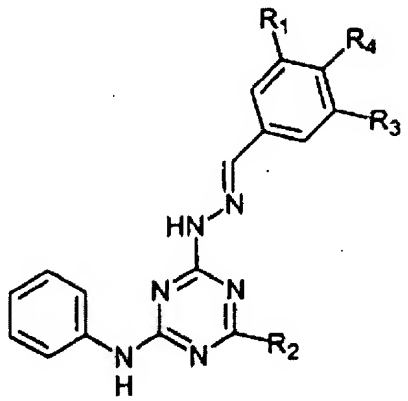
each R_5 and R_6 is a member independently selected from the group consisting of -halo, $-NO_2$, -CN, -OH, $-CO_2H$, $-N(C_1\text{-}C_{10})$alkyl$(C_1\text{-}C_{10})$alkyl, $-O(C_1\text{-}C_{10})$alkyl, $-C(O)(C_1\text{-}C_{10})$alkyl, $-C(O)NH(CH_2)_m(C_1\text{-}C_{10})$alkyl, $-OCF_3$, -benzyl, $-CO_2(CH_2)_mCH((C_1\text{-}C_{10})$alkyl$(C_1\text{-}C_{10})$alkyl), $-CO_2(C_1\text{-}C_{10})$alkyl, $-(C_1\text{-}C_{10})$alkyl, $-(C_2\text{-}C_{10})$alkenyl, $-(C_2\text{-}C_{10})$alkynyl, $-(C_3\text{-}C_{10})$cycloalkyl, $-(C_8\text{-}C_{14})$bicycloalkyl, $-(C_5\text{-}C_{10})$cycloalkenyl, $-(C_5)$heteroaryl, $-(C_6)$heteroaryl, -phenyl, naphthyl, $-(C_3\text{-}C_{10})$heterocycle, $-CO_2(CH_2)_m(C_1\text{-}C_{10})$alkyl, $-CO_2(CH_2)_mH$, $-NHC(O)(C_1\text{-}C_{10})$alkyl, $-NHC(O)NH(C_1\text{-}C_{10})$alkyl, -NH(aryl), -N=C(aryl), $-OC(O)O(C_1\text{-}C_{10})$alkyl, ~~or~~ and $-SO_2NH_2$;

each m is independently an integer ranging from 0 to 8; and

each p is independently an integer ranging from 0 to 5.

2. (Currently amended) A method of modulating an Edg-2 receptor mediated biological activity in a subject comprising administering to the subject a

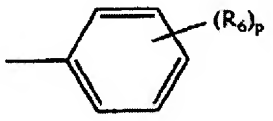
therapeutically effective amount of an modulator of the Edg-2 receptor wherein the modulator is a compound of ~~the structural formula~~ Formula (II):



(II)

or a pharmaceutically ~~available~~ acceptable solvate or hydrate thereof, wherein;

each ~~of~~ R_1, R_2, R_3 and R_4 is a member independently selected from the group consisting of -H, -halo, -OH, $-NO_2$, -CN, $-C(R_5)_3$, $-(CH_2)_mOH$, $-N(R_5)(R_5)$, $-O(CH_2)_mR_5$, $-C(O)R_5$, $-C(O)NR_5R_5$; $-C(O)NH(CH_2)_m(R_5)$, $-OCF_3$, -benzyl, $-CO_2CH(R_5)(R_5)$, $-(C_1\text{-}C_{10})$alkyl, $-(C_2\text{-}C_{10})$alkenyl, $-(C_2\text{-}C_{10})$alkynyl, $-(C_3\text{-}C_{10})$cycloalkyl, $-(C_8\text{-}C_{14})$bicycloalkyl, $-(C_5\text{-}C_{10})$cycloalkenyl, $-(C_5)$heteroaryl, $-(C_6)$heteroaryl, $-(C_5\text{-}C_{10})$heteroaryl, -naphthyl, $-(C_3\text{-}C_{10})$heterocycle, $-CO_2(CH_2)_mR_5$, -N(OH)aryl, $-NHC(O)R_5$, $-NHC(O)OR_5$, $-NHC(O)NHR_5$, -heterocylcoalkyl, -OC(O)aryl, $-(C_1\text{-}C_{10})$alkylNHC(O)$(CH_2)_mR_5$, $-(C_1\text{-}C_{10})$alkylNR_5R_5,$-OC(O)(CH_2)_mCHR_5R_5$, $-CO_2(CH_2)_mCHR_5R_5$, $-OC(O)OR_5$, $-SR_5$, $-S(O)R_5$, $-S(O)_2R_5$, $-S(O)_2NHR_5$; ~~or~~ and



wherein;

each R_5 and R_6 is a member independently selected from the group consisting of -halo, $-NO_2$, -CN, -OH, $-CO_2H$, $-N(C_1\text{-}C_{10})$alkyl$(C_1\text{-}C_{10})$alkyl, $-O(C_1\text{-}C_{10})$alkyl,

-C(O)(C_1-C_{10})alkyl, -C(O)NH(CH_2)$_m$(C_1-C_{10})alkyl, -OCF_3, -benzyl, -CO_2(CH_2)$_m$CH((C_1-C_{10})alkyl(C_1-C_{10})alkyl), -CO_2(C_1-C_{10})alkyl, -(C_1-C_{10})alkyl, -(C_2-C_{10})alkenyl, -(C_2-C_{10})alkynyl, -(C_3-C_{10})cycloalkyl, -(C_8-C_{14})bicycloalkyl, -(C_5-C_{10})cycloalkenyl, -(C_5)heteroaryl, -(C_6)heteroaryl, -phenyl, naphthyl, -(C_3-C_{10})heterocycle, -CO_2(CH_2)$_m$(C_1-C_{10})alkyl, -CO_2(CH_2)$_m$H, -NHC(O)(C_1-C_{10})alkyl, -NHC(O)NH(C_1-C_{10})alkyl, -NH(aryl), -N=C(aryl), -OC(O)O(C_1-C_{10})alkyl, ~~or~~ and -SO_2NH_2;

each m is independently an integer ranging from 0 to 8; and

each p is independently an integer ranging from 0 to 5.

3. (Original) The method of Claim **1** or **2**, wherein the modulator is an agonist.

4. (Original) The method of Claim **1** or **2**, wherein the modulator is an antagonist.

5. (Original) The method of Claim **1** or **2**, wherein the modulator exhibits at least about 200 fold inhibitory selectivity for Edg-2 relative to other Edg receptors.

6. (Original) The method of Claim **1** or **2**, wherein the modulator exhibits at least about 40 fold inhibitory selectivity for Edg-2 relative to other Edg receptors.

7. (Original) The method of Claim **1** or **2**, wherein the modulator exhibits at least about 12 fold inhibitory selectivity for Edg-2 relative to other Edg receptors.

8. (Original) The method of Claim **1** or **2**, wherein the modulator exhibits at least about 5 fold inhibitory selectivity for Edg-2 relative to other Edg receptors.

9. (Original) The method of Claim **1** or **2**, wherein the modulator exhibits at least about 20 fold inhibitory selectivity for Edg-2 relative to other Edg receptors.

10. (Original) The method of Claim **1** or **2**, wherein the modulator exhibits at least about 200 fold inhibitory selectivity for Edg-2 relative to Edg-4 and Edg-7 receptors.

11. (Original) The method of Claim **1** or **2**, wherein the modulator exhibits at least about 40 fold inhibitory selectivity for Edg-2 relative to Edg-4 and Edg-7 receptors.

12. (Original) The method of Claim **1** or **2**, wherein the modulator exhibits at least about 12 fold inhibitory selectivity for Edg-2 relative to Edg-4 and Edg-7 receptors.

13. (Original) The method of Claim **1** or **2**, wherein the modulator exhibits at least about 5 fold inhibitory selectivity for Edg-2 relative to Edg-4 and Edg-7 receptors.

14. (Original) The method of Claim **1** or **2**, wherein the biological activity is cell proliferation.

15. (Original) The method of Claim **14**, wherein the modulator exhibits at least about 200 fold inhibitory selectivity for Edg-2 relative to other Edg receptors.

16. (Original) The method of Claim **14**, wherein the modulator exhibits at least about 5 fold inhibitory selectivity for Edg-2 relative to other Edg receptors.

17. (Original) The method of Claim **14**, wherein the modulator exhibits at least about 200 fold inhibitory selectivity for Edg-2 relative to Edg-4 and Edg-7 receptors.

18. (Original) The method of Claim **14**, wherein the modulator exhibits at least about 5 fold inhibitory selectivity for Edg-2 relative to Edg-4 and Edg-7 receptors.

19. (Currently amended) The method of Claim **14**, wherein cell proliferation leads to cancer selected from the group consisting of ovarian cancer, peritoneal cancer, endometrial cancer, cervical cancer, breast cancer, colon cancer ~~or~~ and ~~prostrate~~ prostate cancer.

20. (Original) The method of Claim **14**, wherein cell proliferation is stimulated by LPA.

21. (Currently amended) The method of Claim **1** or **2**, wherein the biological activity is selected from the group consisting of calcium mobilization, VEGF synthesis, IL-8 synthesis, platelet activation, cell migration, phosphoinositide hydrolysis, inhibition of cAMP formation, actin polymerization, apoptosis, angiogenesis, inhibition of wound healing, inflammation, cancer invasiveness, supressing autoimmune responses, ~~or~~ and atherogenesis.

22. (Currently amended) The method of Claim **1** or **2** wherein the modulator binds to the Edg-2 receptor with a binding constant of at least about 10 ~~nm~~ nM.

23. (Currently amended) The method of Claim **1** or **2** wherein the modulator binds to the Edg-2 receptor with a binding constant between about 100 fM and 1 pM. ~~and 100 fM.~~

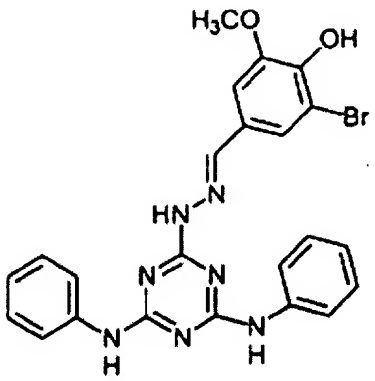
24. (Original) The method of Claim **1** or **2**, wherein the modulator is a nucleic acid, protein or carbohydrate.

25. (Original) The method of Claim **1** or **2**, wherein the modulator is an organic molecule of molecular weight of less than 750 daltons.

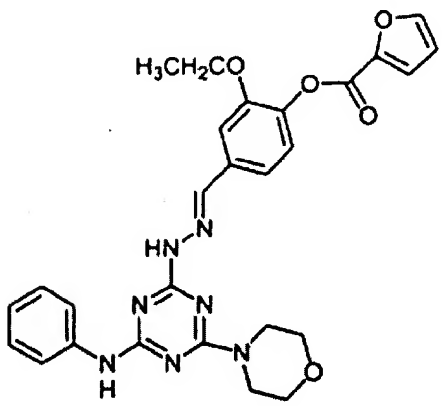
26. (Currently amended) The method of Claim **1**, wherein the cell is a selected from the group consisting of hepatoma cell, an ovarian cell, an epithelial cell, a fibroblast cell, a neuronal cell, a carcinoma cell, a pheochromocytoma cell, a myoblast cell, a platelet cell ~~or~~ and a fibrosarcoma cell.

27. (Currently amended) The method of Claim **21**, wherein the cell is selected from the group consisting of OV2O2 human ovarian cell, a HTC rat hepatoma cell, a CAOV-3 human ovarian cancer cell, MDA-MB-453 breast cancer cell, MDA-MB-231 breast cancer cell, HUVEC cells A431 human epitheloid carcinoma cell ~~or~~ and a HT-1080 human fibrosarcoma cell.

28. (Currently amended) The method of Claim ~~25~~ 1 or 2, wherein the modulator ~~is a compound of~~ has a formula selected from ~~structural formula (III)~~:

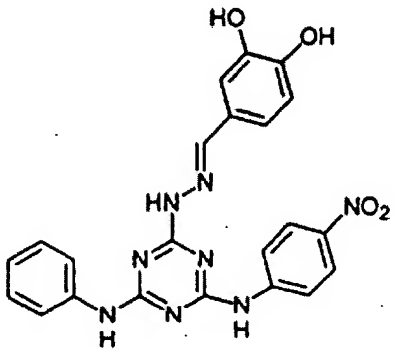


127



129

; ; and



131

29. (Currently amended) A method for treating or preventing a disease or condition selected from cancers, acute lung diseases, acute inflammatory exacerbation of chronic lung diseases, surface epithelial cell injury, ~~or~~ and cardiovascular diseases in a patient in need of said treatment or said prevention, said method comprising administering to ~~a~~ said patient ~~in need of such treatment or prevention~~ a therapeutically effective amount of a compound of ~~structural formula~~ Formulae (I) or (II).

30. (Currently amended) A method for treating or preventing a disease or condition selected from ovarian cancer, peritoneal cancer, endometrial cancer, cervical cancer, breast cancer, colorectal cancer, uterine cancer, stomach cancer, small intestine cancer, thyroid

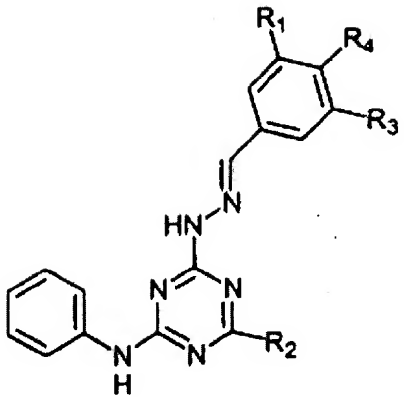
cancer, lung cancer, kidney cancer, pancreas cancer, ~~prostrate~~ prostate cancer, adult respiratory distress syndrome (ARDS), asthma, transcorneal freezing, cutaneous bums, ischemia ~~or~~ and ~~artheselerosis~~ atherosclerosis in a patient in need of said treatment or said prevention, said method comprising administering to ~~a~~ said patient ~~in need of such treatment or prevention~~ a therapeutically effective amount of a compound of ~~structural formula~~ Formulae (I) or (II).

31. (Currently amended) A method for treating or preventing a disease or condition selected from cancers, acute lung diseases, acute inflammatory exacerbation of chronic lung diseases, surface epithelial cell injury, ~~or~~ and cardiovascular diseases in a patient in need of said treatment or said prevention, said method comprising administering to ~~a~~ said patient ~~in need of such treatment or prevention~~ a therapeutically effective amount of a compound of ~~structural formula~~ Formulae (I) or (II) and one or more agonists or antagonists of an Edg-2 receptor.

32. (Currently amended) A method for treating or preventing a disease or condition selected from cancers, acute lung diseases, acute inflammatory exacerbation of chronic lung diseases, surface epithelial cell injury, ~~or~~ and cardiovascular diseases in a patient in need of said treatment or said prevention, said method comprising administering to ~~a~~ said patient ~~in need of such treatment or prevention~~ a therapeutically effective amount of a compound of ~~structural formula~~ Formulae (I) or (II) and one or more drugs useful in treating or preventing cancers, acute lung diseases, acute inflammatory exacerbation of chronic lung diseases, surface epithelial cell injury, or cardiovascular diseases.

33. (New) A method of treating cancer in a patient comprising:

administering to the patient a therapeutically effective amount of a modulator of an Edg-2 receptor wherein the modulator is a compound of Formula (II):

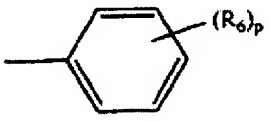


(II)

or a pharmaceutically acceptable solvate or hydrate thereof, wherein

each R_1, R_2, R_3 and R_4 is a member independently selected from the group consisting of

-H, -halo, -OH, $-NO_2$, -CN, $-C(R_5)_3$, $-(CH_2)_mOH$, $-N(R_5)(R_5)$, $-O(CH_2)_mR_5$, $-C(O)R_5$, $-C(O)NR_5R_5$; $-C(O)NH(CH_2)_m(R_5)$, $-OCF_3$, -benzyl, $-CO_2CH(R_5)(R_5)$, $-(C_1\text{-}C_{10})$alkyl, $-(C_2\text{-}C_{10})$alkenyl, $-(C_2\text{-}C_{10})$alkynyl, $-(C_3\text{-}C_{10})$cycloalkyl, $-(C_8\text{-}C_{14})$bicycloalkyl, $-(C_5\text{-}C_{10})$cycloalkenyl, $-(C_5)$heteroaryl, $-(C_6)$heteroaryl, $-(C_5\text{-}C_{10})$heteroaryl, -naphthyl, $-(C_3\text{-}C_{10})$heterocycle, $-CO_2(CH_2)_mR_5$, -N(OH)aryl, $-NHC(O)R_5$, $-NHC(O)OR_5$, $-NHC(O)NHR_5$, -heterocylcoalkyl, -OC(O)aryl, $-(C_1\text{-}C_{10})$alkylNHC(O)$(CH_2)_mR_5$, $-(C_1\text{-}C_{10})$alkylNR_5R_5,$-OC(O)(CH_2)_mCHR_5R_5$, $-CO_2(CH_2)_mCHR_5R_5$, $-OC(O)OR_5$, $-SR_5$, $-S(O)R_5$, $-S(O)_2R_5$, $-S(O)_2NHR_5$, and



wherein

each R_5 and R_6 is a member independently selected from -halo, $-NO_2$, -CN, -OH, $-CO_2H$, $-N(C_1\text{-}C_{10})$alkyl$(C_1\text{-}C_{10})$alkyl, $-O(C_1\text{-}C_{10})$alkyl, $-C(O)(C_1\text{-}C_{10})$alkyl, $-C(O)NH(CH_2)_m(C_1\text{-}C_{10})$alkyl, $-OCF_3$, -benzyl, $-CO_2(CH_2)_mCH((C_1\text{-}C_{10})$alkyl$(C_1\text{-}C_{10})$alkyl), $-CO_2(C_1\text{-}C_{10})$alkyl, $-(C_1\text{-}C_{10})$alkyl,

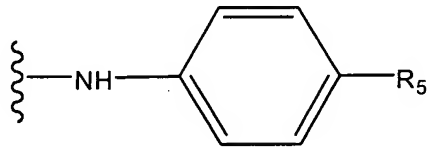
-(C_2-C_{10})alkenyl, -(C_2-C_{10})alkynyl, -(C_3-C_{10})cycloalkyl, -(C_8-C_{14})bicycloalkyl, -(C_5-C_{10})cycloalkenyl, -(C_5)heteroaryl, -(C_6)heteroaryl, -phenyl, naphthyl, -(C_3-C_{10})heterocycle, -$CO_2(CH_2)_m(C_1$-$C_{10})$alkyl, -$CO_2(CH_2)_mH$, -NHC(O)(C_1-C_{10})alkyl, -NHC(O)NH(C_1-C_{10})alkyl, -NH(aryl), -N=C(aryl), -OC(O)O(C_1-C_{10})alkyl, and -SO_2NH_2;

each m is independently an integer ranging from 0 to 8; and

each p is independently an integer ranging from 0 to 5.

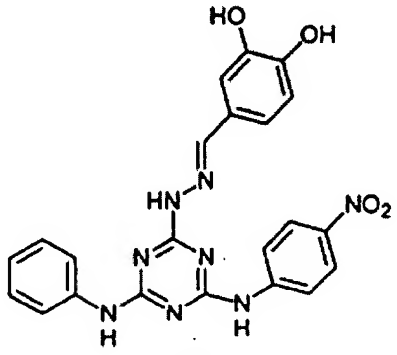
34. (New) The method of claim **33**, wherein R_4 is an –OH group.

35. (New) The method of claim **34**, wherein R_2 is



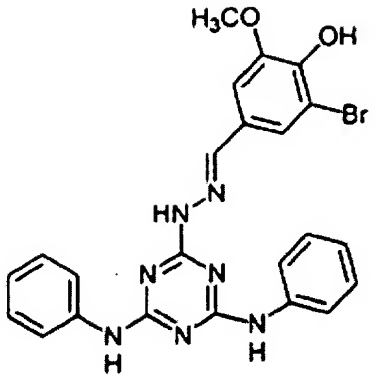
wherein R_5 is selected from H and NO_2.

36. (New) The method of claim **35**, wherein said compound has the formula:



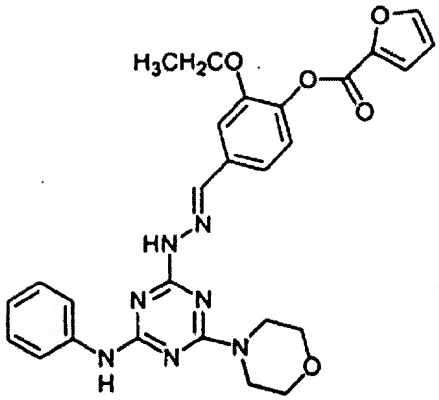
131

37. (New) The method of claim **35**, wherein said compound has the formula:



127

38. (New) The method of claim **33**, wherein said compound has the formula:



129

39. (New) The method of claim **33**, wherein said cancer is selected from the group consisting of ovarian cancer, peritoneal cancer, endometrial cancer, cervical cancer, breast cancer, colorectal cancer, uterine cancer, stomach cancer, small intestine cancer, thyroid cancer, lung cancer, kidney cancer, pancreas cancer and prostate cancer.